

TRIVENI ENTERPRISES LIMITED



34th ANNUAL REPORT
FOR THE YEAR ENDED
31ST MARCH, 2019

TRIVENI ENTERPRISES LIMITED

DIRECTORS:

BHAVIN HEMENDRA NAGDA
RAMCHANDRA RAMHIT VARMA
MS.PINTU
INDRAJEET KUMAR KUWAR
SURESHCHANDRA RAMESHWARLAL MODI

BANKERS:

INDUSLND BANK LIMITED
ABHYUDAYA CO-OPERATIVE BANK LTD

AUDITORS:

JAIN ANIL AND ASSOCIATES.
CHARTERED ACCOUNTANTS

REGISTERED OFFICE:

OFFICE NO.24, BLDG NO. 2 C, N.G. PARK, S.V. ROAD, RAWALPADA
DAHISAR EAST MUMBAI – 400068.

REGISTRAR AND SHARE TRANSFER AGENT

UNIVERSAL CAPITAL SECURITIES PVT LTD
21, SHAKIL NIWAS, OPP. SATYASAI BABA TEMPLE,
MAHAKALI CAVES ROAD, ANDHERI (EAST),
MUMBAI-400093

NOTICE

NOTICE is hereby given that the 34th Annual General Meeting of the shareholders of the Company will be held on Monday, September 30th, 2019 at the registered office of the company at Office No.24, Bldg No. 2 C, N.G. Park, S.V. Road, Rawalpada Dahisar East Mumbai – 400068. at 01.00 p.m., to transact the following business:

ORDINARY BUSINESS:

- 1 To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2019 and the Audited Profit and Loss Account of the Company for the period ended 31st March, 2019 together with Directors' Report and Auditors' Report thereon.
- 2 To consider and if thought fit, to pass with or without modifications, the following, resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Ramchandra Ramhit Varma (DIN No: 06729665), a Director liable to retire by rotation pursuant to section 152(6) of the Companies Act 2013, who seek re-election, be re-appointed as the director of the Company.”

- 3 To ratify the appointment of M/s. Jain Anil and Associates, Chartered Accountants, as Statutory Auditors of the Company by passing following resolution:

“RESOLVED THAT pursuant to the provisions of Section 139(1) of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014, the appointment of M/s. Jain Anil and Associates, (Firm Reg No. 115987W), who were appointed as the Statutory Auditors of the Company, to hold office from the conclusion of 33rd Annual General Meeting till the conclusion of 37th Annual General Meeting, be and is hereby ratified for the financial year **2019-20**”

NOTES:

1. A member entitled to attend and vote on a poll is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member. a person can act as proxy on behalf of members upto and not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the company. further, a member holding more than ten percent (10%) of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or member. The instrument appointing proxy must be deposited at the registered office of the company not less than 48 hours before the time of holding the meeting. Proxies in order to be effective must be received by the company not less than 48 hours before the meeting.
2. Pursuant to the provisions of section 91 of the Companies Act, 2013, the register of members and share transfer books of the company will remain closed from Tuesday September 24, 2019 to Monday, September 30, 2019 both days inclusive.

3. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so that the information is made available by the management at the day of the meeting.
4. Members are requested to address all communication regarding transfer of shares, change of address etc. directly to the Share Transfer Agent of the Company, **Universal Capital Securities Private Limited, 21, Shakil Niwas, Opp- Satya Saibaba Temple, Mahakali Caves Road, Andheri (East), Mumbai-400093**, and in case their shares are held in the dematerialized form, this information should be passed on to their respective Depository Participants without any delay.
5. Shareholders who have not registered their email Id's so far are requested to register their e-mail address for receiving all communication including Annual Report, Notice, Circulars, etc. from the Company electronically.
6. The Board of Directors at their meeting have appointed Mr. Anil Jain, Proprietor of M/s Jain Anil and Associates, Practicing Chartered Accountants the scrutinizer for e-Voting to unblock the votes in favor or against, if any, and to report forthwith to the Chairman. The scrutinizer will be responsible to conduct e-Voting in a fair and transparent manner.
7. Members/Proxies are requested to bring the Attendance Slip sent with this Notice duly filled-in for attending the meeting.
8. In terms of circular no.MRD/DoP/Cir-05/2010 dated 20th May, 2009 issued by Securities and Exchange Board of India (SEBI) it is now mandatory for the transferee of the physical shares to furnish copy of PAN card to the Company or its RTA for registration of transfer of shares. Shareholder is requested to furnish copy of PAN card at the time of transferring their physical shares.

9. E voting

1. Voting Through Electronics means

The Company is pleased to offer remote e-voting facility, for all its members to enable them to cast their vote electronically in term of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Facility for voting through ballot/ polling paper will be made available at the venue of the AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights through ballot papers at the meeting. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

The instructions for members for voting electronically are as under:-Now enter your User ID:-

- (i) The voting period begins on Friday, September 27, 2019 at 09:00 A.M and ends on Sunday, September 29, 2019 at 05:00 P.M. Members holding Shares in physical or in Demat form as on cut off date i.e. Monday, September 23, 2019 shall only be eligible for e-voting.
- (ii) Log on to the e-voting website www.evotingindia.com.
- (iii) Click on "Shareholders" tab;

- (iv) Now Enter your User ID;
- i. For CDSL: 16 digits beneficiary ID,
 - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - iii. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. • In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth DOB	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant **Triveni Enterprises Limited** on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholder can also cast their vote using CDSL’s mobile app ‘CDSL m-Voting’ available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for non- Individual Shareholders and Custodians
Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
The list of accounts linked in the login should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

In case of Members receiving the Physical Copy:

Please follow all steps from Sl. No. (i) to sl. No. (xix) above to cast vote.

2. Voting Through Ballot:

The Company is also providing the facility for voting through Ballot process at the AGM and the members attending the Meeting who have not cast their vote by remote e-voting will be able to exercise their right to vote at the AGM. The Ballot Forms will be available at the AGM.

3. Other Instructions

A Member can opt for only one mode of voting i.e. either through e-voting or ballot. If a Member casts his / her vote by both modes, then voting done through e-voting shall prevail and the vote by ballot shall be treated as invalid.

10. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts.

Members holding shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents, M/s. Universal Services Private Limited, quoting their folio numbers.

Registered Office:

Office No. S. NO. 24, Bldg No. 2 C,
N.G. Park, S.V. Road
Rawalpada Dahisar East
Mumbai – 400068
Maharashtra

**By Order of the Board of Directors
For Triveni Enterprises Limited**

Sd/-
Bhavin Nagda
Whole Time Director
DIN: 06727240

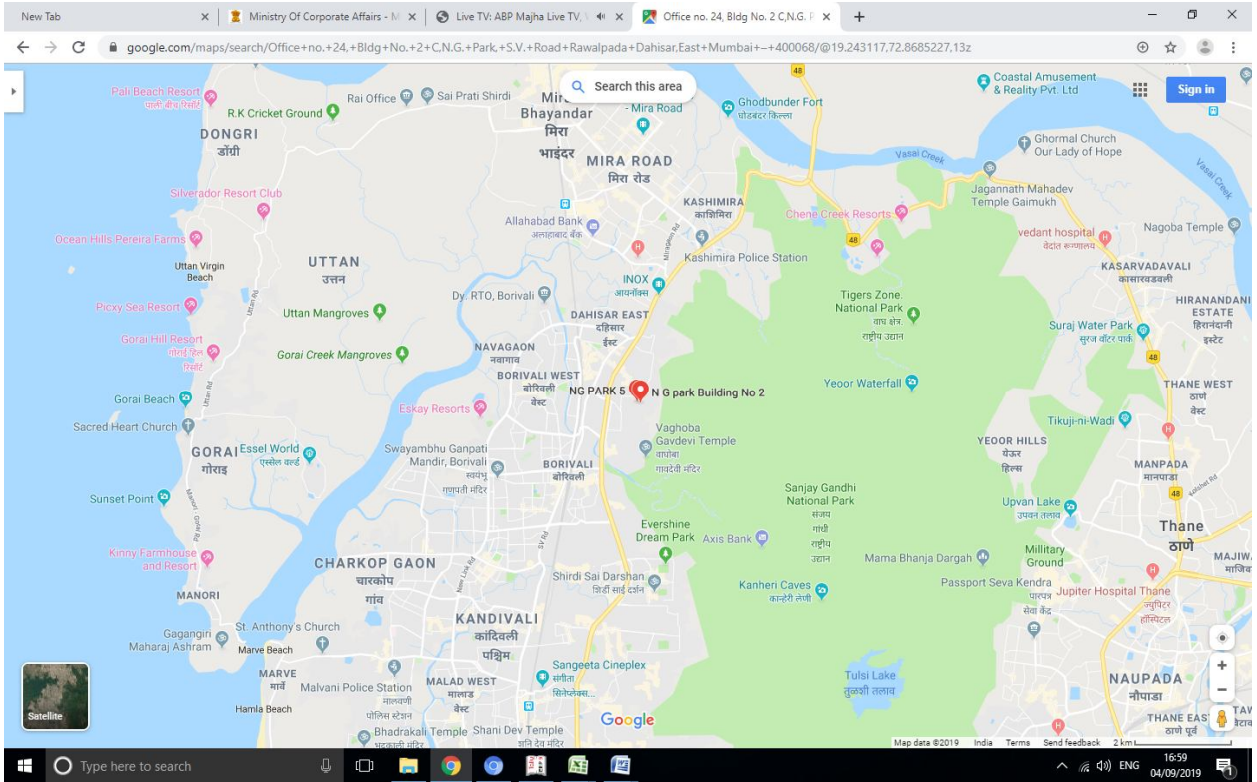
Date: September 05, 2019

Particulars of the Directors seeking appointment/re-appointment at the ensuing Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of Director	Mr. Ramchandra Ramhit Varma
DIN	(DIN: 06729665)
Date of Appointment/Reappointment	16/08/2013
Qualification	HSC
Designation	Director
Expertise in Specific function Areas	Co-Assistances in Administrative & Marketing
Disclosure of relationship between directors inter-se	NA
Names of listed entities in which person holds Directorship and the membership of the committees of the Board	Deepta Trading Private Limited
Chairman/ Director of other Company	Director
Chairman/Member of committees of Board of company of which he/she is a Director	N.A
Number of shares held in the Company	50%

Venue of Annual General Meeting
Office no. 24, Bldg No. 2 C, N.G. Park, S.V. Road
Rawalpada Dahisar, East Mumbai – 400068, Maharashtra

Road Map to the venue of the Annual General Meeting



DIRECTORS' REPORT**1. INTRODUCTION**

Your Directors are elated in presenting the 34th Annual Report of the Company along with the Audited Statement of Accounts for the year ended as on 31st March, 2019.

2. HIGHLIGHTS/PERFORMANCE OF THE COMPANY (STANDALONE)

(Amount in Rs)

Particulars	Current Financial Year (2018-2019)	Previous Financial Year (2017-2018)
Net Profit/(Loss)Before Depreciation and Tax	12,03,619	20,866
Depreciation	Nil	Nil
Profit /(Loss) before Tax	12,03,619	20,866
Provision for Tax	3,09,932	5,389
Profit/ (loss) after Tax	8,93,688	15,477
Balance Brought forward	34,31,966	34,69,853
Balance Carried to Balance Sheet	43,25,654	34,31,966

3. BUSINESS OVERVIEW:

The Company is involved in the business of trading of textiles. The company is planning for expansion of its business. The company wishes to expand and grow its business in imports, exports and manufacturing unit also. The Net profit of the Company has increased from Rs. 15,477/- to Rs. 8,93,687/-. The Company's policy of management has provided cushion effect to the adversities of the market on the performance of Company. During the year company office has shifted from Delhi to Mumbai.

4. DIVIDEND:

Your Directors feel that it is prudent to plough back the profits for future growth of the Company and with a view to conserve the resources, they do not recommend any dividend for the year ended 31st March, 2019.

5. CORPORATE SOCIAL RESPONSIBILITY:

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the provisions of Section 135 of the Companies Act, 2013 are not applicable.

6. DIRECTORS' RESPONSIBILITY STATEMENT:

As required under clause (c) of sub-section (3) of section 134 of the Companies Act, 2013, directors, to the best of their knowledge and belief, state that:

- (a) in the preparation of the Annual Accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;
- (b) the Directors had selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit and Loss of the Company for that period;
- (c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the Directors had prepared the Annual Accounts on a going concern basis; and
- (e) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

7. EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Report in form MGT-9, as required under Section 92(3) of the Companies Act, 2013 read with rule 12(1) of the Companies (Management and Administration) Rules, 2014, are included in this Report as **Annexure-I** and forms an integral part of this report.

8. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

9. DIRECTORS OR KEY MANAGERIAL PERSONNEL APPOINTMENTS / RESIGNATIONS DURING THE YEAR:

During the year under review Mr. Sureshchandra Rameshwarlal Modi was appointed as the Non Executive Independent Director of the Company w.e.f 23rd April 2019.

10. NUMBER OF MEETINGS OF BOARD DURING THE YEAR:

During the financial year under review, the Board of Directors met Six times. i.e 21st May, 2018, 25th May 2018, 10th July, 2018, 14th August, 2018, 14th January, 2018 and 14th February, 2019.

11. COMPOSITION OF AUDIT COMMITTEE:

Composition of Audit Committee as on March 31, 2019 as required under section 177(8) of the Companies Act, 2013 read with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. Mr. Indrajeet Kumar Kuwar
2. Mr. Sureshchandra Rameshwarlal Modi
3. Mr. Bhavin Hemendra Nagda

12. DECLARATION BY THE INDEPENDENT DIRECTORS:

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

13. CASH FLOW STATEMENT:

As required under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 with the Stock Exchanges, the Cash Flow Statement is attached to the Balance Sheet.

14. STATUTORY AUDITORS:

At the Annual General Meeting held on August 12, 2018, M/s. Jain Anil and Associates, Chartered Accountants, (FRN: 115987W), Mumbai, were appointed as statutory auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held in the Financial Year 2022-23.

The report given by the auditors on the financial statement of the Company is a part of the Annual Report. There has been no qualification, reservation, adverse remarks or disclaimer given by the auditors in their report.

15. SECRETARIAL AUDIT REPORT:

In terms of Section 204 of the Companies Act, 2013 and Rules made there under, M/s. Charu Golash, Practicing Company Secretaries have been appointed as Secretarial Auditor of the Company. The report of the Secretarial Auditor is enclosed as **Annexure II** to this report. The report is self-explanatory however the Company has initiated necessary steps to comply with various non-compliances as mentioned under the Secretarial Audit Report.

16. DEPOSITS:

During the year under review, the Company has not accepted any deposits within the meaning of Section 73 of Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

17. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

During the period under review, Company has not given any loans, guarantees or investments to the Company.

18. LISTING:

The Equity shares of the Company are listed on BSE Ltd under Scrip Code: 538569 and MSEI Limited under Scrip Code is TRIVENIENT

19. MANAGEMENT DISCUSSION AND ANALYSIS:

As per Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Management Discussion and Analysis Report is enclosed.

20. DETAILS OF SIGNIFICANT MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS/ TRIBUNAL IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE:

There are no significant material orders passed by the Regulators / Courts / Tribunal which would impact the going concern status of the Company and its future operations. Hence, disclosure pursuant to Rule 8 (5) (vii) of Companies (Accounts) Rules, 2014 is not required.

21. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS PURSUANT TO RULE 8 (5) (viii) OF COMPANIES (ACCOUNTS) RULES, 2014:

The Company has an adequate internal financial control system, commensurate with the size of its business operations.

22. ENERGY CONSERVATION AND TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption are not required to be furnished considering the nature of activities undertaken by the Company during the year under review. Further during the year under review, the Company has neither earned nor used any foreign exchange.

23. STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT:

The Company has developed & implemented Risk Management Policy. However, Company has not come across any element of risk which may threaten the existence of the Company.

24. DISCLOSURES OF AMOUNTS, IF ANY, TRANSFER TO ANY RESERVES:

It is not proposed to carry any amount to any reserves from the profits of the Company. Hence, disclosure under Section 134 (3) (j) of the companies act, 2013 is not required.

25. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has duly set up an Internal Complaints Committee (ICC) in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013, to redress complaints received regarding sexual harassment.

The following is a summary of sexual harassment complaints received and disposed off during the year 2018-19.

No of complaints received:	Nil
No of complaints disposed off:	Nil

26. CORPORATE GOVERNANCE:

As per the requirement of SEBI Circular No. SEBI/LAD-NRO/GN/2015- 16/013 dated September 2, 2015, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 No. the listed companies having paid up equity share capital not exceeding Rs.10 Crores and Net Worth not exceeding Rs.25 Crores, as on the last day of the previous financial year is not required to comply with the norms of the Corporate Governance Report.:

Since, the paid up equity share capital of the company is Rs.57240000/- and Net Worth is not exceeding Rs. 25 Crores as on financial year ending 31st March 2019, therefore, the provisions relating to the Corporate Governance report are not applicable the company.

27. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

There are no significant and material orders passed by the Regulators/ Court who would impact the going concern status of the Company and its future operations.

28. APPRECIATION:

We record our gratitude to the Banks and others for their assistance and co-operation during the year. We also wish to place on record our appreciation for the dedicated services of the employees of the Company. We are equally thankful to our esteemed investors for their co-operation extended to and confidence reposed in the management.

Registered Office:

Office No. 24, Bldg No. 2 ,
N.G. Park, S.V. Road
Rawalpada Dahisar East
Mumbai – 400068
Maharashtra

Date: September 05, 2019

**By Order of the Board of Directors
For Triveni Enterprises Limited**

Sd/-
Bhavin Nagda
Whole Time Director
DIN: 06727240

Form MGT-9

EXTRACT OF ANNUAL RETURNAs on financial year ended on 31st March 2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	:	L52110MH1984PLC322974
Registration Date	:	21/12/1984
Name of the Company	:	TRIVENI ENTERPRISES LIMITED
Category of the Company	:	Company having Share capital
Address of the Registered office and contact details	:	Office No. S. NO. 24, Bldg No. 2 C, N.G. Park, S.V. Road Rawalpada Dahisar East Mumbai – 400068 Maharashtra
Whether listed company	:	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	Universal Capital Securities Private Limited Shop No. 21/25, Shakil Niwas, Opposite Satya Sai Baba Mandir, Mahakali Caves Road Andheri East, Mumbai, -400093 Tel:+91 (22) 2820 7203-05 / 2825 7641 Fax: +91 22 2820 / 7207 Email: info@unisec.in Website : www.unisec.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Wholesale of textile, fabrics, yarn, household linen, articles of clothing	46411	100%

PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the Company	CIN / GLN	Holding / subsidiary / associate	% of shares held	Applicable section
1	N.A	N.A	N.A	N.A	N.A
2	N.A	N.A	N.A	N.A	N.A

I SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

i. Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	N.A	373000	373000	0.65	N.A	N.A	N.A	N.A	N.A
a) Individual/HUF	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
b) Central Govt	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
c) State Govt(s)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
d) Bodies Corp.	2000000	N.A	2000000	3.49	2000000	N.A	2000000	3.49	N.A
e) Banks / FI	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
f) Any other	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Sub-total(A)(1):	2000000	373000	2373000	4.15	2000000	N.A	2000000	3.49	N.A
(2) Foreign									
a) NRIs - Individuals	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
b) Other – Individuals	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
c) Bodies Corp.	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
d) Banks / FI	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
e) Any other	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Sub-total (A)(2):									
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	2000000	373000	2373000	4.15	2000000	N.A	2000000	3.49	N.A
B. Public Shareholding	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
(1) Institutions	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
a) Mutual Funds	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
b) Banks / FI	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
c) Central Govt	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
d) State Govt(s)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A

e) Venture Capital Funds	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
f) Insurance Companies	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
g) FIIs	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
h) Foreign Venture Capital Funds	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
i) Others (specify)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Sub-total (B)(1):	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
(2) Non-Institutions	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
a) Bodies Corp.	0	500	500	0.00	N.A	N.A	N.A	N.A	N.A
i) Indian	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
ii) Overseas	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
b) Individuals	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	2615000	420500	3035500	5.30	2616605	380500	2997105	5.24	0.06
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	44240000	0.00	44240000	77.29	43112945	-	43112945	75.32	1.97
c) Others (NRI – Non- Repat and HUF)	7591000	0.00	7591000	13.26	9129450	500.00	9129950	15.95	2.69
Total Public Shareholding (B)=(B)(1)+(B)(2)	54446000	421000	54867000	95.85	54859000	381000	55240000	96.51	0.66
C. Shares held by Custodian for GDRs & ADRs	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Grand Total (A+B+C)	54446000	421000	57240000	100	56859000	381000	57240000	100	0.00

ii. SHAREHOLDING OF PROMOTERS:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	DEEPTA TRADING PVT LTD	2000000	3.49	N.A	2000000	3.49	N.A	N.A
2	MAYANK JAIN	150000	0.26	N.A	N.A	N.A	N.A	N.A
3	MEGHA JAIN	150000	0.26	N.A	N.A	N.A	N.A	N.A
4	VINOD KUMAR JAIN	73000	0.13	N.A	N.A	N.A	N.A	N.A
	Total	2373000	4.15	N.A	2000000	3.49	N.A	N.A

iii. CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NOCHANGE):

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	Particular				
	At the beginning of the year	2373000	4.15	2373000	4.15
2	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc)	-	-	Transfer	Transfer
	At the End of the year	2000000	3.49	2000000	3.49

iv. SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sl. No.	Particular	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	For each of the Top 10 Shareholders				
	At the beginning of the year	N.A	N.A	N.A	N.A

2	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	N.A	N.A	N.A	N.A
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v. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sl. No.	Particular	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	For each of the Directors and KMP				
	At the beginning of the year	N.A	N.A	N.A	N.A
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	N.A	N.A	N.A	N.A
	At the End of the year	N.A	N.A	N.A	N.A

II INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Particular	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	N.A	N.A	N.A	N.A
i) Principal Amount	N.A	N.A	N.A	N.A
ii) Interest due but not paid	N.A	N.A	N.A	N.A
iii) Interest accrued but not due	N.A	N.A	N.A	N.A
Total (i+ii+iii)	N.A	N.A	N.A	N.A
Change in Indebtedness during the financial year	N.A	N.A	N.A	N.A
Addition	N.A	N.A	N.A	N.A
Reduction	N.A	N.A	N.A	N.A
Indebtedness at the end of the financial year	N.A	N.A	N.A	N.A
Principal Amount	N.A	N.A	N.A	N.A
ii) Interest due but not paid	N.A	N.A	N.A	N.A
iii) Interest accrued but not due	N.A	N.A	N.A	N.A
Total (i+ii+iii)	N.A	N.A	N.A	N.A

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

Sl. No.	Particulars of Remuneration	Name of MD/ WTD/ Manager				Total Amount
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A	N.A	N.A	N.A	N.A
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A	N.A	N.A	N.A	N.A
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	N.A	N.A	N.A	N.A	N.A
2	Stock Option	N.A	N.A	N.A	N.A	N.A
3	Sweat Equity	N.A	N.A	N.A	N.A	N.A
4	Commission	N.A	N.A	N.A	N.A	N.A
	- as % of profit	N.A	N.A	N.A	N.A	N.A
	- others, specify	N.A	N.A	N.A	N.A	N.A
5	Others, please specify	N.A	N.A	N.A	N.A	N.A
	Total (A)	N.A	N.A	N.A	N.A	N.A
	Ceiling as per the Act	N.A	N.A	N.A	N.A	N.A

B. REMUNERATION TO OTHER DIRECTORS:

Sl. No.	Particulars of Remuneration	Name of Directors Pintu				Total Amount
	1. Independent Directors	N.A	N.A	N.A	N.A	N.A
	Fee for attending board / committee meetings	N.A	N.A	N.A	N.A	25,000.00
	Commission	N.A	N.A	N.A	N.A	N.A
	Others, please specify	N.A	N.A	N.A	N.A	N.A
	Total (1)	N.A	N.A	N.A	N.A	25,000.00
	2. Other Non-Executive Directors	N.A	N.A	N.A	N.A	N.A
	Fee for attending board / committee meetings	N.A	N.A	N.A	N.A	N.A
	Commission	N.A	N.A	N.A	N.A	N.A
	Others, please specify	N.A	N.A	N.A	N.A	N.A
	Total (2)	N.A	N.A	N.A	N.A	N.A
	Total (B)=(1+2)	N.A	N.A	N.A	N.A	N.A

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary	N.A	N.A	N.A	N.A
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A	N.A	N.A	N.A
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A	N.A	N.A	N.A
	N.A	N.A	N.A	N.A	N.A

III PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties / punishment/ compounding of offences for breach of any provisions under the Companies Act, against the Company or its Directors or other officers, if any, during the year.

Registered Office:

Office No.24, Bldg No. 2 ,
N.G. Park, S.V. Road
Rawalpada Dahisar East
Mumbai – 400068
Maharashtra

**By Order of the Board of Directors
For Triveni Enterprises Limited**

Sd/-
Bhavin Nagda
Whole Time Director
DIN: 06727240

Date: September 05, 2019

FORM MR-3

[Pursuant to Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

Secretarial Audit Report**For the Financial year ended 31st March 2019**

To,
The Members,
Triveni Enterprises Limited
CIN: L52110MH1984PLC322974
Office No., S.No. 24, Bldg No. 2 C,
N.G. Park, S.V. Road, Rawalpada
Dahisar East Mumbai – 400068
Maharashtra

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Triveni Enterprises Limited** (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representative during the conduct of secretarial audit, We hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2019 (hereinafter referred to as “ Audit Period”) complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2019 according to the provisions of;

- I. The Companies Act, 2013 (the Act) and the rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the Extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing;
- V. The followings Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations 2008;

- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agent Regulations 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity shares) Regulations, 2009; and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
 - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement Regulations, 2015.
- VI. As identified by the management, other laws specifically applicable to the industry to the Industry to which the Company belongs and compliances of which is relied upon the Representation by the management.
- a) Water (Prevention and Control of Pollution) Act, 1974;
 - b) Air (Prevention and Control of Pollution) Act, 1971;
 - c) Hazardous Wastes (Management, Handling and Trans boundary Movement) Rules 2008;
 - d) Micro, Small And Medium Enterprises Development Act, 2006;
 - e) The Payment of Wages Act, 1936;;
 - f) Employees' Provident Funds and Miscellaneous Provisions Act, 1952;
 - g) Payment of Bonus Act, 1965;
 - h) Payment of Gratuity Act, 1972;
 - i) The Maharashtra Industrial Development Act, 1961;
 - j) Trade Marks Act, 1999;
 - k) The Textiles Committee Act, 1963
 - l) Negotiable Instruments Act, 1881;
 - m) The Factories Act, 1948

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with BSE Limited

During the period under review the Company has complied with the provision of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following Observations:

Company has appointed Managing Director, Chief Executive Officer (CFO) and Company Secretary as Key Managerial Personnel (KMP) Under Section 203(1) of the Companies Act 2013.

We further report that

The Board of directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent directors. The changes in the composition of the Board of Directors that took place during the Audit Period were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance laws, rules, regulations and guidelines.

We further report that during the audit period the no specific events/actions occurred having a major bearing on the Company's affairs in pursuance of the referred laws, rules, regulations, guidelines, standards, etc.

**For Charu Golash,
Practicing Company Secretaries**

Date: 05th Sept 2019

Place: Mumbai

**Sd/-
Mr. Charu Golash
Proprietor
ACS No:7325
CP No: 8005**

This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this Report.

ANNEXURE A OF SECRETARIAL AUDIT REPORT

To,
The Members,
Triveni Enterprises Limited
Dahisar East Mumbai – 400068

Our report of even date to be read along with this letter;

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards, is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy and effectiveness with which the management has conducted the affairs of the Company.

**For Charu Golash,
Practicing Company Secretaries**

**Date: 05th Sept 2019
Place: Mumbai**

**Sd/-
Mr. Charu Golash
Proprietor
ACS No: 7325
CP No: 8005**

MANAGEMENT DISCUSSION & ANALYSIS

Your Directors are pleased to present the Management Discussion and Analysis Reports for the year ended March 31, 2019 as under:

I. Industry Structure and Developments:

The short-term growth prospective is also good according to IMF, the Indian economy is the “bright spot” in the global landscape, India also topped World Bank’s growth outlook. India has the highest loom capacity (including handlooms) with 63 percent of the world’s market share India accounts for about 14 percent of the world’s production of textile fibres and yarns (largest producer of jute ,second largest producer of silk and cotton ;and third largest in cellulosic fibres.

The Board of Directors, with their expertise in the different aspects of the industry as well as their countless experiences. Successfully implemented various expansion schemes in the past with in-house expertise. Products are well accepted in the market. With the implementation of the project, the company does optimum utilization of the facilities. Organization set-up with experienced and well-qualified employees. Strong marketing network with low selling and distribution costs.

II. Opportunities and Challenges:

The good news is that the advanced economies overall will perform more strongly and contribute more to global growth. The fundamental strength of the textile industry in India is its strong production base of wide range of fibre/yarns from Natural fibres like cotton, jute, silk and wool to synthetic /man - made fibres like polyester, viscose, nylon and acrylic.

III. Segment-wise or product-wise performance

The Company is engaged in the business of Textile industry. During the year under review, the industry faced various challenges due to global and economic slowdown. The company has been now focusing on the Textile projects in and around the city of Mumbai.

IV. Outlook

The year 2018-19 was a challenging year from business prospective. Meager domestic demand growth, increased imports and volatile raw material prices put increased pressure on margins, with crude oil prices and petrochemicals prices having stabilized and tight situation in cotton supplies the demand should improve the current year.

V. Risks and concerns

The Company has risk management framework which enable it to take certain risks to remain competitive and achieve higher growth and at the same time mitigate other risks to maintain sustainable results.

A key factor in determining a Company's capacity to create sustainable value is the risk that the Company is willing to take and its ability to manage them effectively. The Company's Risk Management processes focuses on ensuring that risks are identified on a timely basis and addressed. Foreseeing the concerns, the Company manages to identify, evaluate, and monitor non-business risks.

VI. Internal control systems and their adequacy:

The Company has a proper and adequate internal control system to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorised, recorded and reported correctly. The internal control is exercised through documented policies, guidelines and procedures. It is supplemented by an extensive program of internal audits conducted by in house trained personnel. The audit observations and corrective action taken thereon are periodically reviewed by the audit committee to ensure effectiveness of the internal control system.

VII. Material developments in human resources/ industrial relations front, including number of people employed.

Your Company believes that its employees are one of the most valuable assets of the Company. The employees are deeply committed to the growth of the Company. With the growing requirements of the Company, Company has taken necessary initiatives to ensure not only the retention of the employees but also their growth and development.

The Company also provides various opportunities to the employees to develop their skills to take up higher responsibilities in the organization. Company also uses various communication channels to seek employee's feedback about the overall working environment and the necessary tools and resources they need to perform at their best potential.

Registered Office:

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Mumbai – 400068
Maharashtra

**By Order of the Board of Directors
For Triveni Enterprises Limited**

Sd/-
Bhavin Nagda
Whole Time Director
DIN: 06727240

Date September 05, 2019

**CERTIFICATION BY CEO/CFO UNDER REGULATION 17(8) OF SEBI
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

The Board of Directors,
Triveni Enterprises Limited

- (a) We have received the financial statements and the Cash Flow statement of **Triveni Enterprises Limited** for the year ended March 31, 2019 and to the best of our knowledge and belief:
- i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in Compliance with existing Accounting Standards, applicable laws and Regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, Deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take for rectifying these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee.
- iii. Significant changes in internal control over financial reporting during the year;
 - iv. Significant changes in accounting policies made during the year and the same have disclosed in the notes to the financial statements; and
 - v. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Date: May 16, 2019
Place: Mumbai

Chief Executive Officer

DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT

In accordance with Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Code of Conduct as approved by the Board of Directors of the Company had been displayed at the Company's website www.trivenienterprisesltd. All the members of the Board and management personnel affirmed compliance with the Code for the year ending March 31, 2019.

Registered Office:

Office No. S. NO. 24, Bldg No. 2 C,
N.G. Park, S.V. Road
Rawalpada Dahisar East
Mumbai – 400068
Maharashtra

For Triveni Enterprises Limited

Sd/-
Bhavin Nagda
Whole Time Director
DIN: 06727240

Date September 05, 2019

INDEPENDENT AUDITOR'S REPORT

To,

The Members of Triveni Enterprises Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **Triveni Enterprises Limited** (“the Company”), which comprise the Balance Sheet as at **31/03/2019**, the Statement of Profit and Loss, for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that

give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **31/03/2019**, and its **Profit** and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the companies (Auditor's Report) Order 2016 ("the order") issued by the central government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraph 3 and 4 of the order, to the extent applicable.

As required by Section 143 (3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on **31/03/2019** taken on record by the Board of Directors, none of the directors are disqualified as on **31/03/2019** from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company did not have any pending litigations on its financial position in its financial statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. The Company does not required to be transferred fund to the Investor Education and Protection Fund.

For Jain Anil & Associates.

Chartered Accountants

Firm number: 115987W

Sd/-

Anil Jain

Proprietor

Membership No. 039803

Place : Mumbai

Date : 16/05/2019

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31st March 2019, we report that:

- (i) (a) The Company does not have any fixed assets; Hence Clause 3 (i) (a) to (c) of the Order is not applicable.
- (ii) (a) Physical verification of inventory has been conducted at reasonable intervals by the management.
(b) Procedures for physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. There are no inadequacies in such procedures that should be reported.
(c) Company is maintaining proper records of inventory. No material discrepancies were noticed on physical verification.
- (iii) In our opinion and according to the information and explanations given to us, the Company has neither granted nor taken any loans, secured or unsecured to/from the companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013 ('the Act'). Hence, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Company is not required to maintain cost records pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (l) of Section 148 of the Companies Act.
- (vii) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company is not required to deposit undisputed statutory dues including Provident Fund, Employees State Insurance, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues except Income-Tax with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2019 for a period of more than six months from the date on when they become payable.
- (viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, clause 3(viii) of the Order is not applicable.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, clause 3 (ix) of the Order is not applicable.

- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) The Company has not entered into any transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clause 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

Date: 16/05/2019

Place: Mumbai

**FOR Jain Anil & Associates.
Chartered Accountants
Firm Registration No: 115987W
Sd/-
B.B. Chaudhry
Partner
Membership No.039803**

Annexure - B to the Auditors' Report**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **TRIVENI ENTERPRISES LIMITED** ("the Company") as of 31st March 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Jain Anil & Associates

Chartered Accountants

Firm Registration No: 115987W

Sd/-

Anil Jain

Proprietor

Membership No: 039803

Date:-16.5.2019

Balance Sheet as at 31st March 2019

Particulars	Note No.	As at 31st March 2019		As at 31st March 2018	
		Rupees	Rupees	Rupees	Rupees
I. EQUITY AND LIABILITIES					
(1) Shareholders' Funds					
(a) Share Capital	1	5,72,40,000		5,72,40,000	
(b) Reserves and Surplus	2	<u>3,17,00,543</u>	8,89,40,543	<u>3,08,06,966</u>	8,80,46,966
(2) Current Liabilities					
(a) Trade payables	3	-		11,28,000	
(b) Other current liabilities	4	4,83,803		3,58,111	
(c) Short-term provisions	5	<u>7,856</u>	4,91,659	<u>5,389</u>	14,91,500
TOTAL			<u>8,94,32,202</u>		<u>8,95,38,466</u>
II. ASSETS					
(1) Non current assets					
(a) Non Current Investments	6	<u>11,92,000</u>	11,92,000	<u>11,92,000</u>	11,92,000
(2) Current assets					
(a) Current investments	7	4,00,00,000		7,15,00,000	
(b) Trade receivables	8	3,16,139		3,16,139	
(c) Cash and cash equivalents	9	2,17,004		8,09,679	
(d) Short-term loans and advances	10	4,75,85,415		1,53,64,286	
(e) Other Current Assets	11	<u>1,21,644</u>	8,82,40,202	<u>3,56,362</u>	8,83,46,466
TOTAL			<u>8,94,32,202</u>		<u>8,95,38,466</u>

Significant accounting policies 19

Notes on financial statements 1 to 22

The accompanying notes are integral part of the financial statements

In accordance with our report attached

For Jain Anil & Associates
Chartered Accountants
Firm number: 115987W
Sd/-
Anil Jain
Proprietor
Membership No. 039803
Place : Mumbai
Date : 16/05/2019

For and on behalf of the Board of
Triveni Enterprises Limited

Sd/-
Bhavin Nagda
Director
DIN No: 06727240

Sd/-
Ramchandra Varma
Director
DIN NO: 06729665

Statement of Profit and Loss for the year ended 31st March, 2019

Particulars	Note No.	For the Year Ended March 31, 2019 Rupees	For the Year Ended March 31, 2018 Rupees
I. Revenue from operations	12	-	-
II. Other Income	13	30,32,599	11,46,029
III. Total Revenue (I +II)		<u>30,32,599</u>	<u>11,46,029</u>
IV. Expenses:			
(a) Purchase of Stock-in-Trade	14	-	-
(b) Employee benefit expenses	15	3,32,556	1,57,086
(c) Other expenses	16	14,96,424	9,68,077
Total Expenses		<u>18,28,980</u>	<u>11,25,163</u>
V. Profit / (Loss) before tax (III - IV)		12,03,620	20,866
VI. Tax Expenses			
(i) Current tax		3,09,932	5,389
VII. Profit/(Loss) for the period (V - VI)		<u>8,93,688</u>	<u>15,477</u>
VIII. Earning per equity share:			
(i) Basic and Diluted	17	0.02	0.00
Significant accounting policies	18		
Notes on financial statements	1 to 22		
The accompanying notes are integral part of the financial statements			

In accordance with our report attached

For Jain Anil & Associates
Chartered Accountants
Firm number: 115987W
Sd/-
Anil Jain
Proprietor
Membership No. 039803
Place : Mumbai
Date : 16/05/2019

For and on behalf of the Board of
Triveni Enterprises Limited

Sd/-
Bhavin Nagda
Director
DIN No: 06727240

Sd/-
Ramchandra Varma
Director
DIN NO: 06729665

Cash flow statement for the year ended March 31, 2019

Particulars	As at 31st March 2019		As at 31st March 2018	
	Rupees	Rupees	Rupees	Rupees
Cash flows from operating activities				
Net Profit / (Loss) Before taxation		12,03,620		20,866
Adjustments for:				
Interest Income	(30,32,599)		(11,46,029)	
Provision for interest on income tax	-	(30,32,599)	-	(11,46,029)
Operating Profit / (Loss) before Working Capital Changes		(18,28,980)		(11,25,163)
Adjustment For :				
(Increase) / Decrease in Trade Receivables	-		32,23,082	
(Increase) / Decrease in Loans & Advances	(3,22,21,129)		(32,18,182)	
(Increase) / Decrease in Other Current Assets	2,34,718		(2,35,905)	
Increase / (Decrease) in Trade Payables	(11,28,000)		-	
Increase / (Decrease) in Other Current Liabilities	1,25,692	(3,29,88,719)	(94,179)	(3,25,184)
Cash from / (paid towards) operating activities		(3,48,17,699)		(14,50,347)
Direct Taxes Paid	3,07,576		81,644	
Net Cash from / (paid towards) operating activities (A)		(3,51,25,275)		(15,31,991)
Cash flows from investing activities				
Refund from Investments	3,15,00,000			
Interest Income	30,32,599		11,46,029	
Net cash from investing activities (B)		3,45,32,599		11,46,029
Cash flows from financing activities				
Net cash from / (paid towards) financing activities (C)		-		-
Net increase / (decrease) in cash and cash equivalents (A + B + C)		(5,92,676)		(3,85,962)
Cash and cash equivalents at beginning of reporting period		8,09,679		11,95,641
Cash and cash equivalents at end of reporting period		2,17,004		8,09,679

Cash & Cash equivalents:

Cash and cash equivalents consist of cash on hand and balances with banks, and investments in money market instruments. Cash and cash equivalents included in the statement of cash flows comprise the following amounts in the balance sheet:

Particulars	As at 31st March 2019 Rupees	As at 31st March 2018 Rupees
Cash in hand	3,703	7,22,254
Balance with Banks		
- in Current Account	2,13,301	87,425
Cash and cash Equivalents as at the end of the year	2,17,004	8,09,679

Notes:

- >The Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard 3 "Cash Flow Statements".
- >Previous Year's figures have been reclassified to conform to current year's presentation.

In accordance with our report attached

For Jain Anil & Associates

Chartered Accountants

Firm number: 115987W

Sd/-

Anil Jain

Proprietor

Membership No. 039803

Place : Mumbai

Date : 16/05/2019

For and on behalf of the Board of
Triveni Enterprises Limited

Sd/-

Bhavin Nagda

Director

DIN No: 06727240

Sd/-

Ramchandra Varma

Director

DIN NO: 06729665

Notes on financial statements

Particulars	As at 31st March 2019		As at 31st March 2018	
	No. of shares	Rupees	No. of shares	Rupees
Note 1 : Share Capital				
Authorized:				
Equity Shares of Rs. 1/- each	6,50,00,000	6,50,00,000	6,50,00,000	6,50,00,000
	6,50,00,000	6,50,00,000	6,50,00,000	6,50,00,000
Issued, subscribed and fully paid up:				
Equity Shares of Rs. 1/- each	5,72,40,000	5,72,40,000	5,72,40,000	5,72,40,000
	5,72,40,000	5,72,40,000	5,72,40,000	5,72,40,000

Rights & restriction attached to equity shareholders

The Company has only one class of equity shares having a face value of Rs. 1/- each . Every Shareholder is entitled for one vote per share.

Reconciliation of the number of Shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31st March 2019		As at 31st March 2018	
	No. of shares	Value of Shares	No. of shares	Value of Shares
Number of equity shares at the beginning of the year	5,72,40,000	5,72,40,000	5,72,40,000	5,72,40,000
Add : Number of additional equity shares issued & subscribed during the year				
Number of equity shares outstanding at the end of the year	5,72,40,000	5,72,40,000	5,72,40,000	5,72,40,000

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company :

Name of Shareholders	As at 31st March 2019		As at 31st March 2018	
	No. of shares	% of Holdings	No. of shares	% of Holdings
a) SAVITA GOEL	30,00,000	5.24	30,00,000	5.24

Particulars	As at 31st March 2019		As at 31st March 2018	
		Rupees		Rupees
Note 2 : Reserves and Surplus				
Security Premium				
Opening Balance		2,73,75,000		2,73,75,000
Add : Addition during the year				
Closing Balance		2,73,75,000		2,73,75,000
Profit & Loss Account :				
Opening Balance		34,31,966		34,69,853
Add: Profit/ (Loss) for the Year		8,93,688		15,477
Less: Tax - Earlier Years		111		53,364
Closing Balance		43,25,543		34,31,966
Total		3,17,00,543		3,08,06,966
Note 3 : Trade payables				
Sundry Creditor for Goods & Others		-		11,28,000
Total		-		11,28,000
Note 4 : Other current liabilities				
Sundry Creditor for Expenses		1,95,243		71,251
Duties & Taxes Payable		2,88,560		2,86,860
Total		4,83,803		3,58,111
Note 5 : Short-term provisions				
Provision for Income Tax		7,856		5,389
Total		7,856		5,389

Note 6 : Non - Current Investments			
Investments in Equity Instruments:			
Unquoted Investments	11,92,000		11,92,000
Total	11,92,000		11,92,000
Aggregate amount of unquoted investments	11,92,000		11,92,000
Note 7 : Current investments			
Other Investments	4,00,00,000		7,15,00,000
Total	4,00,00,000		7,15,00,000
Note 8 : Trade receivables			
Domestic Trade Receivables			
Trade Receivables outstanding for a period Less than six months from the date they are due for the payment (Unsecured, Considered good)	-		-
Trade Receivables outstanding for a period More than six months from the date they are due for the payment (Unsecured, Considered good)	3,16,139		3,16,139
Total	3,16,139		3,16,139
Note 9 : Cash and cash equivalents			
Cash in hand	3,703		7,22,254
<u>Balance with Banks</u>			
- in Current Account	2,13,301		87,425
Total	2,17,004		8,09,679
Note 10 : Short-term loans and advances			
Loans & Advances to Others (Unsecured)	4,75,85,415		1,53,64,286
Total	4,75,85,415		1,53,64,286
Note 11 : Other Current Assets			
Balances with tax authorities	81,644		81,644
Security Deposits	40,000		-
Interest Receivable	-		2,74,718
Total	1,21,644		3,56,362
Particulars	For the year ended	For the year ended	
	March 31, 2019	March 31, 2018	
	Rupees	Rupees	
Note 12 : Revenue from operations			
Sales	-		-
Total	-		-
Note 13 : Other Income			
Commission Income	-		-
Interest Income	30,32,599		11,46,029
Total	30,32,599		11,46,029
Note 14 : Purchase of Stock-in-Trade			
Purchases	-		-
Total	-		-
Note 15 : Employee benefit expenses			
Salaries & Bonus	3,03,000		1,44,000
Staff Welfare Expenses	29,556		13,086
Total	3,32,556		1,57,086

Note 16 :	Other expenses		
	Advertisement Expenses	34,444	-
	Business promotion	1,41,837	-
	Office Rent	99,400	99,000
	Office & Meeting Expenses	2,91,478	65,566
	Conveyance	69,798	46,879
	Printing & Stationery	16,950	7,138
	Postage and Courier Expenses	12,198	12,275
	Electricity Charges	730	-
	Telephone Exp.	5,684	6,081
	Stock Exchange Fees	3,05,000	3,10,000
	ROC & Legal Fees	73,600	-
	Depository Expenses	50,510	56,650
	Accounting Charges	30,000	-
	Registrar & Transfer Agent Fees	67,653	48,000
	Website Maintenance	8,260	4,000
	Director Sitting Fees	19,500	31,500
	Professional Fees	1,63,743	1,90,000
	Interest on Delay payment	2,950	60
	Service Tax, Cess & GST	68,600	65,860
	Bank Charges & Other	89	68
	<u>Auditors Remuneration :</u>		
	Audit Fees	34,000	25,000
	Total	14,96,424	9,68,077
Note 17 :	Earnings per share		
a.	Profit/(Loss) for the period	8,93,688	15,477
b.	Weighted Average number of equity shares for Basic & Diluted EPS	5,72,40,000	5,72,40,000
	Nominal Value of Equity Shares Rs.	1	1
c.	Basic and Diluted EPS Rs. (A/B)	0.02	0.00

NOTE 18: SIGNIFICANT ACCOUNTING POLICIES

i. CORPORATE INFORMATION

Triveni Enterprises Limited having its registered office in Officeno. 24 Bldg no. 2 N.G. Park, S.V. Road Rawalpada Dahisar East Mumbai 400068.. The Company operates in the business of Trading of various products & distributorship of telecommunication products.

ii. BASIS OF ACCOUNTING:

The financial statements are prepared under historical cost convention and comply with applicable accounting standards issued by the Institute of Chartered Accountants of India and relevant provision of the Companies Act, 2013

iii. REVENUE RECOGNITION:

- (i) Income on Sale of Products are recognized, net of returns and trade discount, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.
- (ii) Interest income is recognized on accrual basis.

iv. INVESTMENTS

Non Current Investments are shown in the Balance Sheet at cost. However in appropriate case the cost is written down and the investment is shown at book value. Current investment is shown at cost or market price whichever is higher.

v. TAXES ON INCOME:

Provision for tax is made on the basis of the estimated taxable income as per the provisions of the Income Tax Act, 1961 and the relevant Finance Act, after taking into consideration judicial pronouncements and opinions of the Company's tax advisors.

Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

vi. CASH AND CASH EQUIVALENT

Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand, cheques on hand and short-term investments with an original maturity of three months or less.

vii. EARNING PER SHARE

Basic earnings per share is computed by dividing the profit/ (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit/ (loss) after tax (including the post-tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of shares which could have been issued on the conversion of all dilutive potential equity shares.

NOTE 19: RELATED PARTY DISCLOSURE

Related Party Disclosure under AS-18 issued by the Institute of Chartered Accounts of India. The Management has informed that all the transactions entered during the previous year with various parties do not fall within the purview of the Accounting standard 18 "Related Party Transaction" issued by the Institute of Chartered Accountants of India. The related parties of the company at March 31, 2019 are as follows:

a. Summary of significant related party transactions:

Name of the related party	Nature of Payment	March 31, 2019	March 31, 2018
Pintu	Sitting Fees	Rs 19,500/-	Rs 31,500/-

NOTE 20:

[2018-2019]

Figures have been rounded off to the nearest rupee.

NOTE 21:

The balances of Current assets, Current liabilities including Sundry Debtors, Sundry Creditors, Loans & advances, Secured & Unsecured Loan are subject to confirmation, if any.

NOTE 22:

Previous year's figures have been regrouped & rearranged wherever necessary.

For Jain Anil & Associates**Chartered Accountants****Firm Reg. No: 115987W****Sd/-****Anil Jain****Proprietor****Mem. No. 039803****Place: Mumbai****Dated: 16/05/2019****For & on behalf of the Board of Directors of
Triveni Enterprises Limited****Sd/-****Bhavin Nagda****Director****(DIN No. 06727240)****Sd/-****Ramchandra Varma****Director****(DIN No. 06729665)**

Form No. MGT-11**Proxy form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L52110MH1984PLC322974

Name of the Company: Triveni Enterprises Limited

Registered office: Office No. S. NO. 24, Bldg No. 2 C, N.G. Park, S.V. Road, Rawalpada Dahisar East Mumbai – 400068, Maharashtra

Name of the Member(s): Registered address: E-mail Id: Folio No/ Clint Id: DP ID:
--

I/ We being the member of, holding.....shares, hereby appoint

1. Name:
Address:
E-mail Id:
Signature: or failing him ;

2. Name:
Address:
E-mail Id:
Signature:, or failing him ;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 34th Annual General Meeting of members of the Company, to be held on Monday 30, 2019 at the Office No. S. NO. 24, Bldg No. 2 C, N.G. Park, S.V. Road, Rawalpada Dahisar East Mumbai – 400068, Maharashtra registered office of the Company at 1.00 P.M and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr No.	Resolution(s)		Vote	
			(For)	(Against)
1	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2019	Ordinary		
2	Appointment of Mr. Ramchandra Ramhit Varma (DIN No: 06729665) as a Director, who retires by rotation.	Ordinary		
3	To ratify the appointment of M/s. Jain Anil and Associates, Chartered Accountants, as Statutory Auditors of the Company	Ordinary		

Signed this day of..... 2019

Signature of Shareholder _____

Signature of Proxy holder(s) _____

Affix Revenue Stamp

Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

2. The proxy need not be a member of the Company.

TRIVENI ENTERPRISES LIMITED

Regd. Office: Office No. S. NO. 24, Bldg No. 2 C, N.G. Park, S.V. Road, Rawalpada Dahisar East Mumbai –
400068, Maharashtra. CIN: L52110DL1984PLC019649

Tel.: +91-9718980141 / Email: trivenienterprisesltd@gmail.com

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Folio No./DP ID/Client ID No.:	
No. of Shares Held:	

ATTENDANCE SLIP

I/We record my/our presence at the Thirty Four Annual General Meeting to be held on Monday September 30, 2019, at Office No. S. NO. 24, Bldg No. 2 C, N.G. Park, S.V. Road, Rawalpada Dahisar East Mumbai – 400068 at 1 .00.p.m.

NAME OF THE SHAREHOLDER / PROXY (in Block Letters)	
SIGNATURE OF THE SHAREHOLDER / PROXY	

NOTE: You are requested to sign and handover this slip at the entrance of the meeting venue.

BOOK POST

If undelivered please return to:
TRIVENI ENTERPRISES LIMITED.
Reg. Off:- S.No. 24 Bldg No. 2 C, N.G. Park,
S.V. Road Rawalpada Dahisar East Mumbai - 400068.
Email:-trivenienterprisesltd@gmail.com